

UNITED STATES DISTRICT COURT  
DISTRICT OF DELAWARE

MAGTEN ASSET MANAGEMENT CORPORATION	:	
and LAW DEBENTURE TRUST COMPANY OF NEW	:	
YORK,	:	
	:	
Plaintiffs,	:	C.A. No. 04-1494-JJF
	:	
v.	:	
	:	
NORTHWESTERN CORPORATION,	:	
	:	
Defendant.	:	

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MAGTEN ASSET MANAGEMENT CORPORATION,	:	
	:	
Plaintiff,	:	
	:	
v.	:	
	:	C.A. No. 04-1256-JJF
PAUL HASTINGS JANOFSKY & WALKER LLP,	:	
	:	
Defendant.	:	

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MAGTEN ASSET MANAGEMENT CORPORATION,	:	
	:	
Plaintiff,	:	
	:	
v.	:	
	:	C.A. No. 05-0499-JJF
MIKE J. HANSON & ERNIE J. KINDT,	:	
	:	
Defendants.	:	

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**SUPPLEMENTAL AFFIDAVIT OF JOSEPH D. PIZZURRO**

State of New York     )  
                                  ) ss:  
County of New York    )

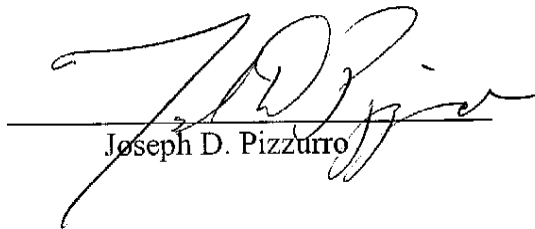
Joseph D. Pizzurro, Esq., being duly sworn, deposes and says:

1. I am a member of the firm of Curtis, Mallet-Prevost, Colt & Mosle LLP, counsel for defendant NorthWestern Corporation ("NorthWestern") in the above-captioned action styled *Magten Asset Management Corp. et al. v. NorthWestern Corp.*, C.A. 04-1494-JJF

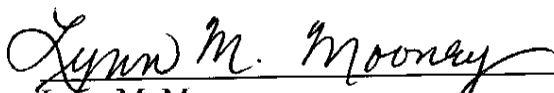
(the "Magten/NorthWestern Action"). I submit this Supplemental Affidavit in further support of NorthWestern's motion, pursuant to Rule 26(c) of the Federal Rules of Civil Procedure, for a Protective Order limiting discovery sought by Plaintiffs Magten Asset Management Corp. and Law Debenture Trust Company of New York in connection with the Magten/NorthWestern Action and the other above-captioned actions.

2. Attached hereto as Exhibit A is a true and correct copy of the Indenture, dated November 1, 1996, between The Montana Power Company and The Bank of New York.

Dated: New York, New York  
February 21, 2006

  
\_\_\_\_\_  
Joseph D. Pizzurro

Subscribed and sworn to before me this 21<sup>st</sup> day of February, 2006

  
\_\_\_\_\_  
Lynn M. Mooney  
Notary Public, State of New York  
My Commission Expires 06-30-07

LYNN M. MOONEY  
Notary Public, State of New York  
No. 41-4841073  
Qualified in Queens County  
Certificate Filed in New York County  
Commission Expires June 30, 2007